College Counts 529 Statement of Changes in Net Assets as of 12/31/2012 Cash Basis - Unaudited

For Quarter Ended 12/31/12

Net Assets 9/30/12	\$1,221,259.55
Investment Income	
Interest Earned	\$828.98
Total Income	\$828.98
Deductions	
Admin Expenses	-\$43,012.89
Total Deductions	-\$43,012.89
Net Asset Change	(\$42,183.91)
Net Assets 12/31/12	\$1,179,075.64

Administrative Expenses (Annual)

	Annual Budget	YTD Expenditures	Unexpended Bal
Salaries/Personnel	\$99,312.00	\$28,868.00	\$70,444.00
Employee Benefits	\$29,049.00	\$7,964.00	\$21,085.00
Travel - In State	\$5,200.00	\$943.00	\$4,257.00
Travel - Out of State	\$6,300.00	\$999.00	\$5,301.00
Repair/Maintenance	\$500.00	\$0.00	\$500.00
Rentals/Leases	\$12,750.00	\$2,201.00	\$10,549.00
Utilities	\$1,950.00	\$0.00	\$1,950.00
Prof Services	\$588,184.00	\$7.00	\$588,177.00
Supplies	\$7,000.00	\$2,031.00	\$4,969.00
Transportation Ops	\$400.00	\$0.00	\$400.00
TOTAL	\$750,645.00	\$43,013.00	\$707,632.00

CollegeCounts 529 Plan Opportunity Enhancement Funds as of 12/31/2012

TOTAL ASSETS 9/30/12	\$6,938,053.93
Regions Bank	\$2,551,605.24
Target Fund 100	\$2,847,434.07
PIMCO Total Return	\$1,827,298.82
TOTAL ASSETS 12/31/12	\$7,226,338.13
Net Change in Assets	\$288,284.20

Transfers from Regions 11/9/12:	
To Target 100 Fund	\$510,000.00
To PIMCO Total Return	\$340,000.00
Total Transfers	\$850,000.00



Regions Bank Montgomery Monroe ST Main 201 Monroe ST Montgomery, AL 36104

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00149871 01 AV 0.347001 ALABAMA STATE TREASURER COLLEGE ACCOUNTS 529 FUNDS 100 N UNION ST STE 660 MONTGOMERY AL 36104-3719

ACCOUNT #

0167271022

Cycle Enclosures Page 001 26 0 1 of 1

PUBLIC FUNDS MONEY MARKET

December 1, 2012 through December 31, 2012

SUMMARY						
Beginning Balance Deposits & Credits Net Interest Earned Withdrawals Fees Automatic Transfers Checks Ending Balance	\$2,551,218.26 \$0.00 \$432.17 \$0.00 \$45.19 \$0.00 \$0.00 \$2,551,605,24	+	Minimum Balance Annual Percentage Yield Earned Interest This Period Average Collected Balance 2012 YTD Interest	\$2,551,173 0.20% \$432.17 \$2,551,186.19 \$3,699.93		

		INTE	REST		
12/31	Interest Payment				432.17
		FI	ES		
12/10	Analysis Charge 11-12				45.19
		DAILY BALAN	NCE SUMMARY		
Date	Balance	Date	Balance	Date	Balance
12/10	2,551,173.07	12/31	2,551,605.24		

EFFECTIVE FEBRUARY 1, 2013, THE FEE TO MAKE WITHDRAWALS, BALANCE INQUIRIES OR TRANSFERS FROM NON-REGIONS ATMS WILL INCREASE FROM \$2.00 TO \$2.50.

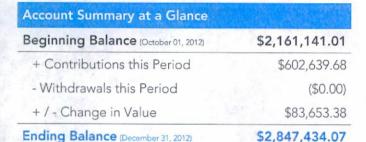
For all your banking needs, please call 1-800-REGIONS (734-4667). or visit us on the Internet at www.regions.com.

Thank You For Banking With Regions!



PO Box 85290, Lincoln, NE 68501 866-529-2228 | www.CollegeCounts529.com

Opportunity Enhancement Fund RSA Union Bldg Attn Brenda Emfinger 100 N Union ST Ste 660 Montgomery AL 36104-3719



Asset Allocation



Important 2012 Alabama Tax Information

The "Year-To-Date Contributions" detail includes all contributions and any rollover contributions received in 2012. Contributions are reported on a "cash basis" versus an "accrual basis".

Best Wishes for the New Year!

Account Information	Contri	butions	Withdrawals	
Account Owner: State Treasurer of Alabama Beneficiary: State Treasurer of Alabama	Year-to-Date	Life-to-Date	Year-to-Date	Life-to-Date
	\$888,055.37	\$2,451,360.93	\$0.00	\$0.00

Asset Holdings (December 31, 2012)	Total Shares	Share Price	Market Value
Target Fund 100	222,282.129	\$12.81	\$2,847,434.07
			\$2.847.434.07

Transactions This Period Target Fund 100 Date Description Share Price Amount **Shares Transacted Total Shares** 10/01/2012 Beginning Balance \$2,161,141,01 \$12.50 172,891.281 10/10/2012 Contribution \$30,884.40 \$12.42 2,486.667 175,377.948 11/06/2012 Contribution \$31,918.15 \$12.51 2,551.411 177,929.359 11/09/2012 Contribution \$510,000.00 \$12.15 41,975,309 219,904,668 12/06/2012 Contribution \$29,837.13 \$12.55 2,377.461 222,282.129 12/31/2012 Ending Balance \$2,847,434.07 \$12.81 222,282.129



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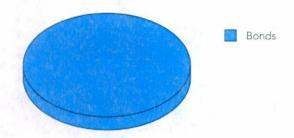
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Opportunity Enhancement Fund RSA Union Bldg Attn Brenda Emfinger 100 N Union ST Ste 660 Montgomery AL 36104-3719



Account Summary at a Glance Beginning Balance (October 01, 2012) \$1,376,713.13 + Contributions this Period \$432,639.69 - Withdrawals this Period (\$0.00) + / - Change in Value \$17,946.00 Ending Balance (December 31, 2012) \$1,827,298.82

Asset Allocation



Important 2012 Alabama Tax Information

The "Year-To-Date Contributions" detail includes all contributions and any rollover contributions received in 2012. Contributions are reported on a "cash basis" versus an "accrual basis".

Best Wishes for the New Year!

Account Information		Contributions		Withdrawals	
	State Treasurer of Alabama	Year-to-Date	Life-to-Date	Year-to-Date	Life-to-Date
	State Treasurer of Alabama	\$718,055.37	\$1,583,782.08	\$0.00	\$0.00

Asset Holdings (December 31, 2012)	Total Shares	Share Price	Market Value
PIMCO Total Return 529 Portfolio	157,525.760	\$11.60	\$1,827,298.82
			\$1,827,298,82

Transactions This Period PIMCO Total Return 529 Portfolio Description Amount Share Price **Shares Transacted Total Shares** 10/01/2012 Beginning Balance \$1,376,713.13 \$11.47 120.027.300 10/10/2012 Contribution \$30,884.40 \$11.48 2,690.279 122,717.579 11/06/2012 Contribution \$31,918.15 \$11.50 2,775.491 125,493.070 11/09/2012 Contribution \$340,000.00 \$11.54 29,462,738 154,955,808 12/06/2012 Contribution \$29,837.14 \$11.61 2,569.952 157,525.760 12/31/2012 Ending Balance \$1,827,298.82 \$11.60 157,525.760